

August 1, 2005

Ardell Hill
Media General Communications, Inc.
333 East Franklin Street
Richmond, Virginia 23219

Dear Mr. Hill:

As you are aware, on June 7, 2005, ABC, Inc., licensee of television station WTVD-DT ("**WTVD**"), Durham, North Carolina, received a letter from Clay Pendarvis, Associate Chief, Video Division, Media Bureau of the Federal Communications Commission ("**FCC**") notifying WTVD of an interference conflict arising from its first round digital channel election ("**Channel Election Conflict Letter**"). Through a *pro forma* assignment, WTVD later was assigned to WTVD Television, LLC ("**WTVD License**"). In order to resolve this interference conflict, to preserve existing, relied-upon service to the public to the extent possible, and in recognition of the fact that WTVD was assigned a single "in-core" allotment, WTVD License and Media General Communications, Inc. ("**Media General**" and, together with WTVD License, the "**Parties**"), licensee of WNCT-DT ("**WNCT**"), Greenville, North Carolina, are entering into this negotiated conflict resolution agreement ("**Letter Agreement**").

1. Acceptance of Interference. On February 10, 2005, WTVD elected to operate its post-transition digital television replication facilities on its current NTSC channel, channel 11 ("**Channel Election**"). The Channel Election Conflict Letter states that the Channel Election facilities certified to and referenced in the WTVD FCC Form 381 (FCC File No. BCERCT-20041105BCR) would result in 8.6% predicted and impermissible interference to the channel election facilities certified to and referenced in the WNCT FCC Form 381 (FCC File No. BCERCT-20041105ANT) ("**Interference**"). The Channel Election Conflict Letter provides WTVD License with options for resolving an interference conflict such as obtaining a conflict resolution agreement. Accordingly, Media General agrees to accept the Interference to resolve the interference conflict. This consent is restricted solely to the WTVD facilities referenced in FCC File No. BCERCT-20041105BCR. Proposed modifications of such WTVD facilities, which, if implemented, would result in new predicted interference to the WNCT service area population beyond the Interference agreed to herein, shall require the written and further consent of Media General. Acceptance of the Interference will in no way compromise Media General's ability to serve WNCT's community of license as required by all relevant FCC regulations as the Interference entirely is located outside of WNCT's Designated Market Area. For these reasons, and because the FCC has indicated that it might otherwise permit the Interference given that WTVD was assigned a single "in-core" allotment, the Parties hereby acknowledge that it is in their mutual interest to resolve the interference conflict in the proposed manner and that such resolution serves as consideration for this Letter Agreement.

2. FCC Approval. The Parties hereby agree that, on or prior to August 8, 2005, WTVD License will file with the FCC a Form 383 (First Round Conflict Decision Form)

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certifying that WTVD License has resolved the interference conflict with Media General by executing this Letter Agreement. The effectiveness of this Letter Agreement shall be contingent upon the approval of this Letter Agreement by the FCC.

3. Miscellaneous. This Letter Agreement may not be amended except by an instrument in writing signed on behalf of each of the parties hereto. This Letter Agreement constitutes the entire agreement and understanding of the parties hereto and supersedes any and all prior agreements and understandings with respect to the subject matter hereof. Nothing in this Letter Agreement expressed or implied is intended or shall be construed to give any rights to any person or entity other than the parties hereto and their respective successors and permitted assigns. This Agreement shall be governed by the laws of the State of North Carolina without giving effect to the choice of law provisions thereof.

Please acknowledge your acceptance of the foregoing by executing the countersignature below.

WTVD TELEVISION, LLC

By: 

Name: Bernie A. Prazenica

Title: President and General Manager

MEDIA GENERAL COMMUNICATIONS, INC.

By: 

Name: Ardel Hill

Title: Senior Vice President, Broadcast Operations

ATTACHMENT

Public Interest Statement

Pursuant to Public Notice of the Federal Communication Commission ("FCC" or "Commission") of August 2, 2005 ("Public Notice"), licensees that received notification of interference from the Commission may submit proposals to the FCC, together with the affected station, whereby the parties agree to accept more than .1% interference. Accordingly, ABC, Inc., licensee of WTVD, Durham, North Carolina ("WTVD"), and WNCT License Limited Partnership, licensee of WNCT, Greenville, North Carolina, ("WNCT"), have entered into an interference acceptance agreement ("Letter Agreement"), dated as of August 1, 2005.

Licensees are required by the Public Notice to attach a Public Interest Statement to the submitted Letter Agreement addressing several public interest factors. These factors include: (1) the amount that the proposal exceeds the .1% interference level, or 2.0% in the case of licensees with out-of-core DTV allotments; (2) the cumulative level of interference that would be received by the affected station; (3) the availability of an in-core digital channel that the licensee could use for digital operations in lieu of its NTSC channel; (4) where the interference occurs; (5) the number of remaining services to the population in the loss area; and (6) any other relevant public interest considerations.

For the reasons set forth below, WTVD and WNCT request the Commission to determine that approval of the Letter Agreement supports the public interest.

(1) WTVD's election to continue operation of its post-transition digital television replication facilities on its current NTSC channel 11 will result in 8.55% interference to the channel election facilities operated by WNCT, or 8.45% in excess of the FCC .1% interference level.

(2) Including the interference caused by WTVD's operation of its post-transition digital television replication facilities on channel 11, WNCT incurs 8.55% in cumulative interference. WTVD will incur 3.1% cumulative interference as a result of the station's election to continue operation on channel 11.

(3) WTVD received an out-of-core digital channel allotment, DTV channel 52. Therefore, allotted DTV channel 52 will not be available to WTVD in the post-transition period.

(4) The area of loss resulting from WTVD's operation of its post-transition digital television replication facilities on channel 11 is shown on Exhibit 1, attached hereto. The interference caused to WNCT does not occur within the station's DMA. As shown by Exhibit 1, interference occurs only in the following counties: Cumberland, Franklin, Harnett, Johnston, Nash, Sampson, Wake, Warren, and Wilson.

(5) There are a number of remaining service providers available in the loss area, as shown on the map, attached hereto, including:

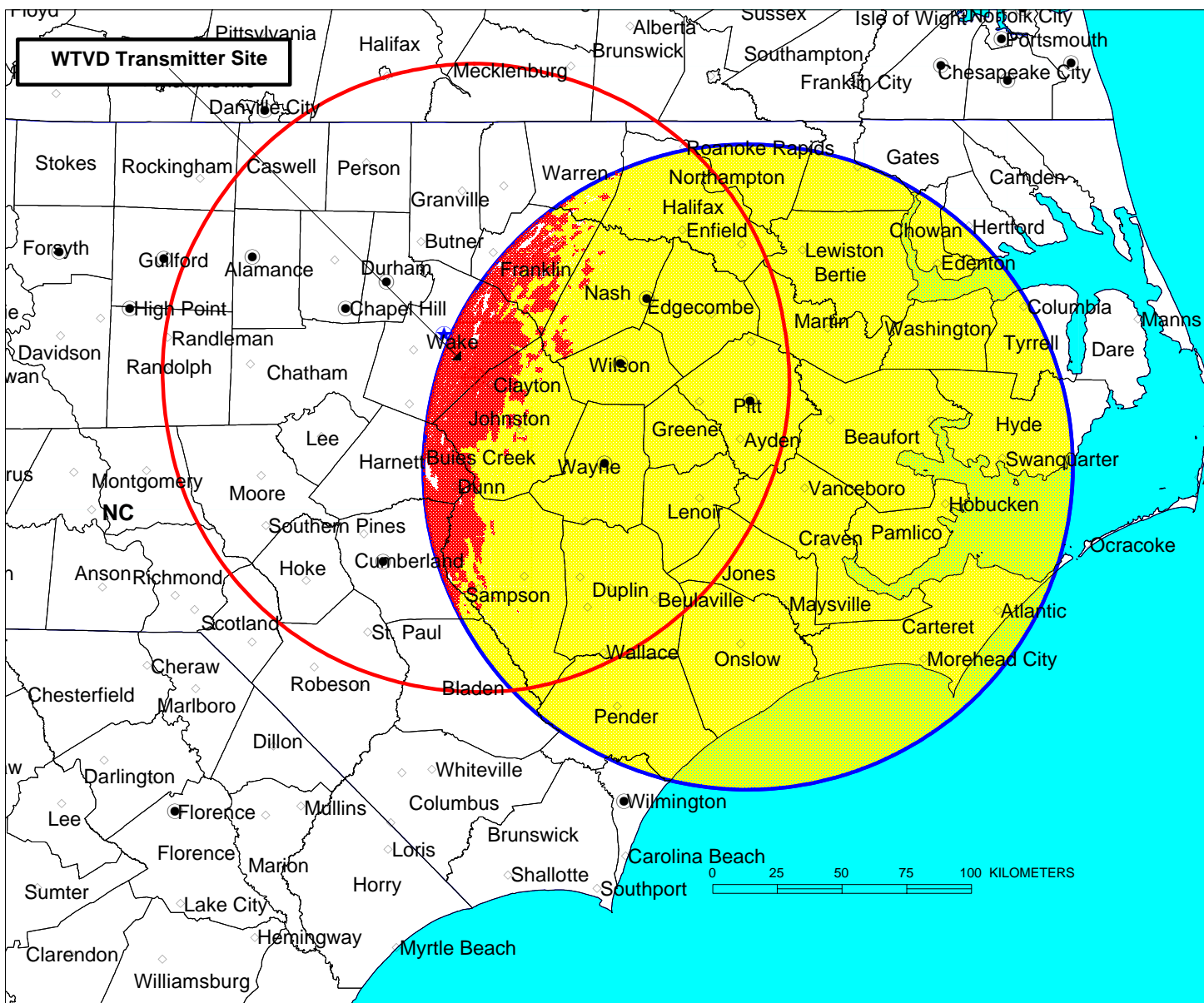
- Raleigh (WRDC-TV) Licensee, Inc., licensee of WRDC and WRDC-DT (channels 28 and 27, respectively), Durham-Raleigh, North Carolina;

- ABC, Inc., licensee of WTVD (channel 11), Durham-Raleigh-Fayetteville, North Carolina;
- NBC Telemundo License, Inc., licensee of WNCN and WNCN-DT (channels 17 and 55, respectively), Goldsboro, North Carolina;
- Paxson Greenville License, Inc., licensee of WEPX (channel 38), Greenville, North Carolina;
- GOCOM License, LLC, licensee of WYDO (channel 14), Greenville, North Carolina;
- Paxson Communications of Jacksonville-35, Inc., licensee of WPXU-TV and WPXU-DT (channels 35 and 34, respectively), Jacksonville, North Carolina;
- GOCOM License, LLC, licensee of WFXI and WFXI-DT (channels 8 and 24, respectively), Morehead City, North Carolina;
- Newport License Holdings, Inc., licensee of WCTI-TV and WCTI-DT (channels 12 and 48, respectively), New Bern-Greenville-Washington, North Carolina;
- WLFL Licensee, LLC, licensee WLFL and WLFL-DT (channels 22 and 57, respectively), Raleigh, North Carolina;
- WRAZ-TV, Inc., licensee of WRAZ and WRAZ-DT (channels 50 and 49, respectively), Raleigh, North Carolina;
- Capital Broadcasting Co., Inc., licensee of WRAL-TV and WRAL-DT (channels 5 and 53, respectively), Raleigh, North Carolina;
- Paxson Raleigh License, Inc., licensee of WRPX and WRPX-DT (channels 47 and 15, respectively), Rocky Mount, North Carolina;
- Gray Television Licensee, Inc., licensee of WITN-TV (channel 7), Washington-Greenville, North Carolina;
- Raycom America License Subsidiary, LLC, licensee of WECT and WECT-DT (channels 6 and 44, respectively), Wilmington, North Carolina;
- Southeastern Media Holdings, Inc., licensee of WSFX-TV and WSFX-DT (channels 26 and 30, respectively), Wilmington, North Carolina;
- LibCo, Inc., licensee of WWAY and WWAY-DT (channels 3 and 46, respectively), Wilmington, North Carolina; and
- WRAY, Inc., licensee of WRAY-TV and WRAY-DT (channels 30 and 42, respectively), Wilson, North Carolina.

(6) Approval of the Letter Agreement is in the public interest because of the relatively small amount of interference noted above, none of which is located in WNCT's DMA, as well as the fact that WTVD has an out-of-core DTV allotment. In addition, approval of the Letter Agreement will provide certainty to WTVD and WNCT as they proceed through the DTV transition. For these and other reasons, WTVD and WNCT have entered into the Letter Agreement and request that the FCC find that such agreement is in the public interest.


PUBLIC INTEREST STATEMENT

EXHIBIT 1





PREDICTED LONGLEY-RICE COVERAGE INSIDE NOISE-LIMITED CONTOUR

WTVD-DT FACILITY ON NTSC CH. 11
19.2 kW ERP; 305.0 m HAAT
FCC REPLICATED ANTENNA
AUGUST, 2005

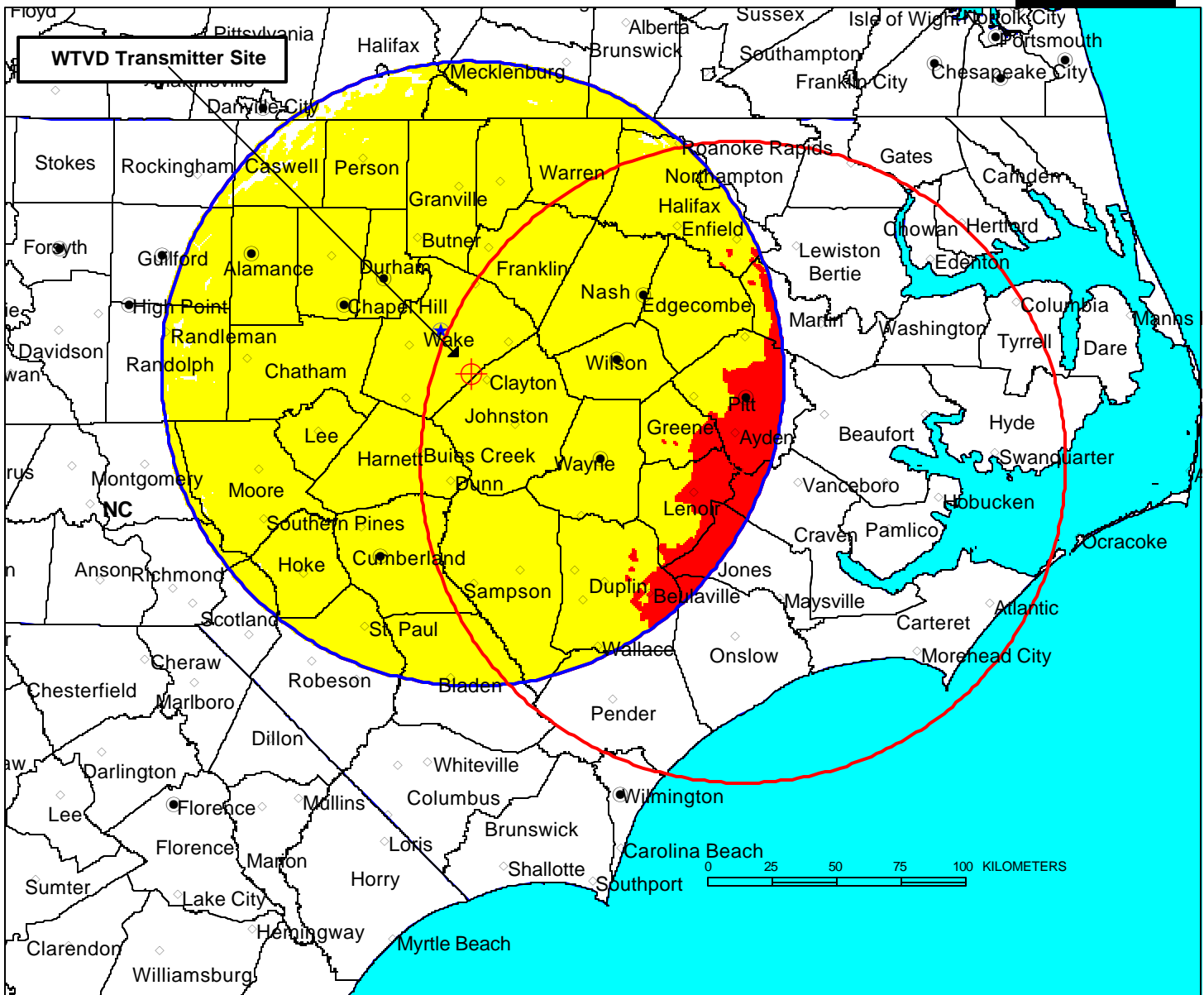
 **Longley-Rice Interference Area**
 WTVD on CH. 11 into WNCT Channel 10
 Upper DTV Into Lower DTV - C/I Ratio = -26

 **Longley-Rice Coverage Area**
 WTVD on CH. 11 into WNCT Channel 10
 Upper DTV Into Lower DTV - C/I Ratio = -26

 **WNCT-DT Channel 10**
 36 dBu F(50,90) Noise Limited Contour
 35.0 kW ERP, 575.0 m HAAT, Non-D

 **WTVD-DT Channel 11**
 36 dBu F(50,90) Noise Limited Contour
 19.20 kW ERP, 305.0 m HAAT, DA

CARL T. JONES
CORPORATION



PREDICTED LONGLEY-RICE COVERAGE INSIDE NOISE-LIMITED CONTOUR

WTVD-DT FACILITY ON NTSC CH. 11
19.2 kW ERP; 305.0 m HAAT
FCC REPLICATED ANTENNA
AUGUST, 2005

Longley-Rice Interference Area
 WNCT on CH. 10 into WTVD Channel 11
 Lower DTV Into Upper DTV - C/I Ratio = -28

Longley-Rice Coverage Area
 WNCT on CH. 10 into WTVD Channel 11
 Lower DTV Into Upper DTV - C/I Ratio = -28

WNCT-DT Channel 10
 36 dBu F(50,90) Noise Limited Contour
 35.0 kW ERP, 575.0 m HAAT, Non-D

WTVD-DT Channel 11
 36 dBu F(50,90) Noise Limited Contour
 19.20 kW ERP, 305.0 m HAAT, DA

PUBLIC INTEREST STATEMENT

DECLARATION OF ALFRED E. RESNICK

Declaration of Alfred E. Resnick, P. E.

I am a consulting engineer, an employee of the Carl T. Jones Corporation with offices in Springfield, Virginia. My experience and education are a matter of record with the Federal Communications Commission. I am a registered professional engineer in the Commonwealth of Pennsylvania, PE-027589E.

This office has been authorized to prepare engineering studies and figures in support of filings on behalf of the ABC Owned Television Stations.

The data and calculations contained in the engineering portion of these submissions was prepared by me or under my direct supervision. Where data were available for the FCC, these data were employed, and in other instances, accepted engineering practices, Longley-Rice calculations per OET Bulletin 69, February 6, 2004 edition, and other guidelines as contained in the Commission's Rules were employed.

As to these data and results, I verily believe them to be correct.



Alfred E. Resnick, PE

Dated: August 15, 2005